

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
BANK OF MONTREAL		03/30/2010	Bank: CANADA
RECEIVING PARTY DATA			
Name:	MEGA BRANDS AMERICA, INC. (F/K/A ROSE ART INDUSTRIES INC.)		
Street Address:	36 Technology Drive		
Internal Address:	Suite 250		
City:	Irvine		
State/Country:	CALIFORNIA		
Postal Code:	92618		
Entity Type:	COMPANY: CALIFORNIA		
PROPERTY NUMBERS Total: 19			
Property Type	Number	Word Mark	
Registration Number:	1411451	MAGNETIX	
Registration Number:	1822018	ROSEART	
Registration Number:	1914886	FUZZY POSTERS	
Registration Number:	1957625	ROSE ART	
Registration Number:	1957626	ROSE ART	
Registration Number:	1957628	ROSE ART	
Registration Number:	2016492	FUZZY	
Registration Number:	1968561	ROSEART FUN DOUGH	
Registration Number:	2284955	GLAMOUR GEAR	
Registration Number:	2498335	FUZZY	
Registration Number:	3159675	THINK SMART ROSE ART	
Registration Number:	2852063	MAGNETIX	
Registration Number:	2856972	MAGNETIX	

OP \$490.00 1411451

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TRADEMARK
REEL: 004176 FRAME: 0806

Registration Number:	3045642	ESHERA 360°
Registration Number:	3049853	ROSEART BRAND SINCE 1923
Registration Number:	3049854	ROSEART BRAND SINCE 1923
Registration Number:	3079005	ESHERA 360°
Registration Number:	3188123	MAGNABEADS
Registration Number:	2900883	THINK SMART ROSE ART

CORRESPONDENCE DATA

Fax Number: (514)904-8101

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Email: ipmtl@osler.com

Correspondent Name: S. Aguilar

Address Line 1: 1000 de la Gauchetiere Street West

Address Line 2: Suite 2100

Address Line 4: Montreal, CANADA H3B 4W5

ATTORNEY DOCKET NUMBER:	1107079(BMO_MBA_TMRELEASE
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NAME OF SUBMITTER:	Sofia Aguilar
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Signature:	/Sofia Aguilar/
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Date:	03/30/2010
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Total Attachments: 3

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**RELEASE AND DISCHARGE OF SECURITY INTERESTS
IN UNITED STATES TRADEMARK REGISTRATIONS**

WHEREAS pursuant to a security agreement executed by Rose Art Industries, Inc. (having subsequently changed its name to Mega Brands America, Inc.) a security interest was granted in favour of Bank of Nova Scotia as agent in and to the trademark registrations set out in the schedule attached hereto (the "Trademarks");

WHEREAS evidence of the security interest was recorded in the United States Patent and Trademark Office (the "USPTO") at Reel/Frame Number 3147/0121 with respect to Bank of Nova Scotia as agent;

WHEREAS Bank of Montreal was subsequently substituted for Bank of Nova Scotia as agent under the security agreement;

WHEREAS the Trademarks were subsequently assigned to Mega Brands International, Luxembourg, Zug Branch;

WHEREAS pursuant to a related security agreement executed by Mega Brands International, Luxembourg, Zug Branch a security interest was granted in favour of Bank of Montreal as agent to the Trademarks;

WHEREAS evidence of the security interest was recorded in the United States Patent and Trademark Office (the "USPTO") at Reel/Frame Number 3832/0606 with respect to Bank of Montreal as agent;

AND WHEREAS Bank of Montreal now wishes to release all of its interest in and to the Trademarks (including, as assignee of Bank of Nova Scotia, all of Bank of Nova Scotia's interest in and to the Trademarks) under the security agreements;

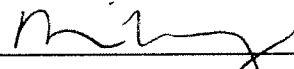
NOW THEREFORE, in consideration of One United States Dollar (US \$1), and other good and valuable consideration, the receipt and adequacy of which are acknowledged, Bank of Montreal:

1. confirms that it has not assigned or otherwise disposed of its interest in and to the Trademarks; and
2. hereby releases and discharges the full interest granted to itself (and, for greater certainty, to Bank of Nova Scotia), whether personally or in its capacity as agent, in and to the Trademarks.

IN WITNESS WHEREOF, Bank of Montreal has caused this Release and Discharge of Security Interests to be duly executed by an authorized officer as of this 30th day of March, 2010.


BANK OF MONTREAL

By:



Name: **DAMIEN DUPREY**
Title: **Vice President / Vice-président**

By:



Name: **RICHARD BELZIL**
Title: **Vice President**

SCHEDULE

REGISTRATION NUMBER	TRADEMARK	REGISTRATION DATE
1,411,451	MAGNETIX	09/30/1986
1,822,018	ROSEART	02/15/1994
1,914,886	FUZZY POSTERS	08/29/1995
1,957,625	ROSE ART	02/20/1996
1,957,626	ROSE ART	02/20/1996
1,957,628	ROSE ART	02/20/1996
2,016,492	FUZZY	11/12/1996
1,968,561	ROSEART FUN DOUGH	04/16/1996
2,284,955	GLAMOUR GEAR	10/12/1999
2,498,335	FUZZY	10/16/2001
3,159,675	THINK SMART ROSE ART	10/17/2006
2,852,063	MAGNETIX	06/08/2004
2,856,972	MAGNETIX	06/22/2004
3,045,642	ESPHERA 360°	01/17/2006
3,049,853	ROSEART BRAND SINCE 1923	01/24/2006
3,049,854	ROSEART BRAND SINCE 1923	01/24/2006
3,079,005	ESPHERA 360°	04/11/2006
3,188,123	MAGNABEADS	12/19/2006
2,900,883	THINK SMART ROSE ART	11/02/2004